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KENNETH J. MURPHY
CLERK

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION, CINCINNATI

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U.S. DISTRICT COURT
SOUTHERN DIST OHIO
WEST DIV CINCINNATI

Dennis Allen, et al.

:

Plaintiffs

:

Case No. C-1-01-159

:

Judge Herman S. Weber

v.

Magistrate Judge Timothy S. Hogan

:

Leonard Kristal

:

DECLARATION OF DAVID M. COOK
IN SUPPORT OF PLAINTIFFS'
MOTIONS FOR SUMMARY

and

:

JUDGMENT AGAINST DEFENDANTS
LEONARD KRISTAL AND JOHN
CRARY

John Crary

:

Defendants

I, David M. Cook, state and declare as follows, and would testify to the same if called as a witness under oath in any hearing before this Court:

1. I am an attorney licensed to practice in the State of Ohio. I was admitted to practice in Ohio in November 1978. I am principal and owner of DAVID M. COOK, LLC located at 22 West 9th Street, Cincinnati, Ohio 45202. I, and DAVID M. COOK, LLC, practice primarily in the federal courts in the fields of labor relations and employee benefits and litigation under the Employee Retirement Income Security Act, "ERISA". I represent Plaintiffs in the above referenced matter.
2. I offer this declaration in support of Plaintiff's Motions for Summary Judgment against Defendants Leonard D. Kristal and John L. Crary.
3. Attached as Exhibit A is a true and accurate copy of the Consent to Action Taken Without Meeting and in Lieu of Organizational Meeting of Board of Directors of The Lassen Companies, Inc., December 31, 1998, Bates #10019. Exhibit A was

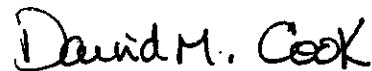
disclosed between the parties through requests for production of documents.

4. Attached as Exhibit B is a true and accurate copy of the Collective Bargaining Agreement between Wright-Bernet, Inc and the Glass, Molders, Pottery, Plastic and Allied Industrial Workers International Union, AFL-CIO, Local No. 41.

Exhibit B was disclosed between the parties through requests for production of documents.

5. Attached as Exhibit C is a true and accurate copy of a letter written by Leonard D. Kristal dated September 17, 2001. This letter was obtained through bankruptcy proceedings involving The Lassen Companies, Inc.

Respectfully submitted,



David M. Cook (0023469)
Stephen A. Simon (0068268)
David M. Cook, LLC
22 West Ninth Street
Cincinnati, Ohio 45202
Phone: (513) 721-7500
Fax: (513) 721-1178

ATTORNEYS FOR PLAINTIFFS

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been served this 10th day of November, 2003, via U.S. regular mail, postage prepaid, upon the following:

Leonard Kristal
107 Diablo Drive
Kentfield, California 94904

Stephen R. Felson
617 Vine Street
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Trial Attorney For Defendant Crary

Paul D. Marotta
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Of Counsel for Defendant Crary



ATTORNEY FOR PLAINTIFFS